

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., et al.,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
	:
	:
-----X	

**AFFIDAVIT AND DISCLOSURE STATEMENT OF YOON-YOUNG LEE,
ON BEHALF OF WILMER CUTLER PICKERING HALE AND DORR LLP**

CITY OF WASHINGTON)
) ss:
DISTRICT OF COLUMBIA)

YOON-YOUNG LEE, being duly sworn, upon her oath, deposes and says:

1. I am a Partner of Wilmer Cutler Pickering Hale and Dorr LLP, located at 1875 Pennsylvania Avenue NW, Washington, DC 20006 (the "Firm").
2. Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (together, the "Debtors") and, collectively with their non-debtor affiliates, "Lehman"), have requested that the Firm provide the Debtors with securities regulatory advice regarding the application of U.S. rules and regulations governing broker-dealers, investment advisers, and investment companies to Lehman (the "Services"), and the Firm has consented to provide such services.
3. The Firm may have performed services in the past and may perform services in the future, in matters unrelated to the Services the Debtors have asked the Firm to provide in connection with these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Firm is retained in cases,

proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these chapter 11 cases. The Firm does not have any relationship with any such person, their attorneys, or accountants that would be adverse to the Debtors or their estates that relate to the Services the Debtors have asked the Firm to provide.


4. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Firm.

5. Except to the extent that the Firm holds a general unsecured claim for services provided prior to the bankruptcy (as described in paragraph 6), neither I, nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates that relates to the Services the Debtors have asked the Firm to provide.

6. The Debtors owe the Firm \$338,460.47 for prepetition services.

7. The Firm is conducting further inquiries regarding its retention by any creditors of the Debtors, and upon conclusion of that inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Affidavit.¹

By:


YOON-YOUNG LEE

Subscribed and sworn to before me
this 17 day of April, 2009


Notary Public

my Commission expires 4/30/11

¹ If necessary.

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RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED BY LEHMAN
BROTHERS HOLDINGS INC. OR ANY OF ITS DEBTOR AFFILIATES (collectively,
the "Debtors")

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS, TO:

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Jennifer Sapp
Christopher Stauble

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of firm:

Wilmer Cutler Pickering Hale and Dorr LLP

1875 Pennsylvania Avenue NW

Washington, DC 20006

2. Date of retention: March 1, 2009

3. Type of services provided (accounting, legal, etc.):

Legal

4. Brief description of services to be provided:

Securities regulatory advice regarding application of U.S. rules and regulations governing broker-dealers, investment advisers, and investment companies to Lehman.

5. Arrangements for compensation (hourly, contingent, etc.)

Hourly

- (a) Average hourly rate (if applicable):

\$787.50

- (b) Estimated average monthly compensation based on prepetition retention (if firm was employed prepetition):

While the firm's average monthly compensation in the period from January 2007 until the Petition Date exceeded \$150,000, the firm does not anticipate that the fees for the Services it would provide during the bankruptcy case would exceed \$10,000 per month.

6. Prepetition claims against the Debtors held by the firm:

Amount of claim: \$338,460.47

Date claim arose: March 27, 2007

Source of Claim: Unpaid invoices for legal services and cost rendered, dated March 27, 2007 through September 15, 2008

7. Prepetition claims against the Debtors held individually by any member, associate, or professional employee of the firm:

Name: None

Status: _____

Amount of Claim: \$ _____

Date claim arose: _____

Source of claim: _____

8. Stock of the Debtors currently held by the firm:

Kind of shares: None

No. of shares: _____

9. Stock of the Debtors currently held individually by any member, associate, or professional employee of the firm:

Name	Status	Kind of shares	No. of shares
James Lux	Current	Common Stock (Lehman Bros.)	24
Jerry Marr	Current	Common Stock (Lehman Bros. Holdings Inc.)	85.494
Matthew Ernst	Current	Common Stock	200
Justin Ochs	Current	Common Stock	50

10. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates with respect to the matters on which the above-named firm is to be employed.

The firm is adverse to the Debtors on behalf of an array of clients, but

none of those matters relate to the matters on which the firm is going to be

employed by the Debtors.

11. Name of individual completing this form:

Yoon-Young Lee